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中 鋁 國 際 工 程 股 份 有 限 公 司

China Aluminum International Engineering Corporation Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2068)

NOTICE OF THE 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (the “AGM”) of China Aluminum International Engineering Corporation Limited (the “**Company**”) will be held at Conference Room 312 of China Aluminum International Engineering Corporation Limited, Building C, No. 99 Xingshikou Road, Haidian District, Beijing at 9:30 a.m. on Tuesday, 18 June 2024 for the following purposes.

SPECIAL RESOLUTIONS

1. To consider and approve the resolution on the 2023 Restricted Share Incentive Scheme (Revised Draft) of China Aluminum International Engineering Corporation Limited and the summary thereof;
2. To consider and approve the resolution on the Management Measures for the 2023 Restricted Share Incentive Scheme of China Aluminum International Engineering Corporation Limited;
3. To consider and approve the resolution on the Appraisal Management Measures for the Implementation of the 2023 Restricted Share Incentive Scheme of China Aluminum International Engineering Corporation Limited;
4. To consider and approve the resolution on the proposal for the AGM and the Class Meetings to authorise the Board to handle the matters relating to the 2023 Restricted Share Incentive Scheme; and
5. To consider and approve the Resolution of the Company on the issuance of the Onshore and Offshore Debt Financing Instruments.

ORDINARY RESOLUTIONS

6. To consider and approve the Resolution of the Company on the Board of Directors' work report for 2023;
7. To consider and approve the Resolution of the Company on the Board of Supervisors' work report for 2023;
8. To consider and approve the Resolution of the Company on the financial report for 2023;
9. To consider and approve the Resolution of the Company on the profits distribution plan for 2023;
10. To consider and approve the Resolution of the Company on the capital expenditure plan for 2024;
11. To consider and approve the Resolution of the Company on the purchase of liability insurance for Directors, Supervisors and senior management;
12. To consider and approve the Resolution of the Company on the remuneration standards of Directors and Supervisors for 2024;
13. To consider and approve the Resolution of the Company on the renewal of appointment of the accounting firm;
14. To consider and approve the Resolution of the Company on the renewal of financial services agreement;

ORDINARY RESOLUTIONS (BY CUMULATIVE VOTING METHOD)

15. To consider and approve the Resolution on the election of the Fourth session of non-independent Directors of the Company; and
 - (1) To consider and approve the election of Mr. LIU Dongjun as an executive Director of the fourth session of the Board of the Company;
 - (2) To consider and approve the election of Mr. YANG Xu as a non-executive Director of the fourth session of the Board of the Company;
16. To consider and approve the Resolution on the election of the Fourth session of independent Director of the Company
 - (1) To consider and approve the election of Mr. ZHANG Tingan as an independent non-executive Director of the fourth session of the Board of the Company.

Details of the resolutions above are set out in the circular of the 2023 annual general meeting of the Company.

By Order of the Board
China Aluminum International Engineering Corporation Limited
TAO Fulun
Joint Company Secretary

Beijing, the PRC, 17 May 2024

Notes:

1. In order to determine the Shareholders entitled to attend the AGM to be convened on Tuesday, 18 June 2024, the register of members will be closed from Wednesday, 12 June 2024 to Tuesday, 18 June 2024, both days inclusive. In order to be qualified to attend and vote at the AGM, the holders of H Shares of the Company shall lodge relevant share transfer documents with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Tuesday, 11 June 2024.
2. Any Shareholder entitled to attend and vote at the AGM may appoint one or more proxies (whether he/she is a Shareholder) to attend and vote at the AGM on his/her behalf.
3. The form of proxy must be signed by the appointer or his attorney duly authorized in writing or, in case of a legal person, must be either executed under its common seal or under the hand of its Directors or attorney duly authorized.
4. To be valid, the form of proxy must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H Shares of the Company) not less than 24 hours prior to the holding of the AGM. If the form of proxy is signed by another person under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized. The certified copy of the power of attorney or other authorization documents together with the form of proxy shall be deposited at the specified place at the time set out in such form of proxy.
5. If the appointer is a legal person, its legal representative or any person authorized by resolutions of the Board or other governing bodies may attend the AGM on behalf of the appointer.
6. The Company has the rights to request a proxy who attends the AGM on behalf of a Shareholder to produce his/her proof of identity.
7. The AGM is expected to take less than half day. Shareholders who attend the AGM shall be responsible for their own travel and accommodation expenses.
8. The address of the Company's head office in the PRC is set out as follows: Building C, No. 99 Xingshikou Road, Haidian District, Beijing, the PRC.

As at the date of this notice, the non-executive directors are Mr. ZHOU Xinzhe and Mr. ZHANG Decheng; the executive directors are Mr. LI Yihua, Mr. LIU Jing, Mr. LIU Ruiping and Ms. ZHAO Hongmei; and the independent non-executive directors are Mr. GUI Weihua, Mr. SIU Chi Hung and Mr. TONG Pengfang.